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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE CITIGROUP PENSION PLAN ERISA : 05 Civ. 5296 (SAS/HP)
LITIGATION

: **ECF CASE**

THIS DOCUMENT APPLIES TO: ALL ACTIONS

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NOTICE OF MOTION

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law In Support of Defendants' Motion For Partial Final Judgment Pursuant To Rule 54(b) and Certification Under 28 U.S.C. § 1292(b) and for a Stay, and all the pleadings and proceedings had herein, Defendants The Citigroup Pension Plan and the Plans Administration Committee of Citigroup Inc. shall move this Court before the Honorable Shira A. Scheindlin, at a date and time to be set by the Court, in the United States Courthouse, Southern District of New York, United States District Court, 500 Pearl Street, New York, New York 10007:

1. For entry of final judgment, pursuant to FED. R. CIV. P. 54(b), with respect to Counts I, III and V of plaintiffs' complaint;
2. For certification, pursuant to 28 U.S.C. 1292(b), of this Court's Opinion and Order, dated December 11, 2006; and

3. For entry of an order staying all further proceedings in this matter, pending either the conclusion of appellate proceedings pursuant to FED. R. CIV. P. 54(b) or 28 U.S.C. 1292(b), and a ruling by the Second Circuit in *Hirt v. Equitable Retirement Plan for Employees, Managers & Agents*, 441 F. Supp. 2d 516 (S.D.N.Y. 2006), *app. pending*, No. 06-4757(L), 06-5190(XAP).

The bases for the Motion are set forth in the accompanying memorandum of law.

Dated: New York, NY
January 23, 2007

Respectfully Submitted,

PROSKAUER ROSE LLP

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